

UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY

MARK E. FELGER (MF9985)
JERROLD N. POSLUSNY, JR. (JP7140)
COZEN O'CONNOR
LibertyView, Suite 300
457 Haddonfield Road
Cherry Hill, NJ 08002
(856) 910-5000
Proposed Attorneys for the Debtors

In re:

SHAPES/ARCH HOLDINGS L.L.C., et al.,

Debtors.

Case No. 08-14631(GMB)

Judge: Gloria M. Burns

Chapter: 11

**SUPPLEMENTAL AFFIDAVIT IN SUPPORT OF RETENTION OF
COZEN O'CONNOR AS ATTORNEYS FOR THE DEBTORS**

STATE OF NEW JERSEY :
: ss.
COUNTY OF CAMDEN :

JERROLD N. POSLUSNY, JR. of full age, being duly sworn according to law, upon his oath, deposes and says:

1. I am a member of the firm of Cozen O'Connor ("CO") and have knowledge of the facts contained in this Affidavit.
2. On March 16, 2008 (the "Petition Date"), the Debtors filed their respective petitions for relief under Chapter 11, Title 11 of the United States Code (the "Bankruptcy Code").
3. On the Petition Date, an application was filed with the Court seeking the retention of Cozen O'Connor ("CO") as attorneys for the Debtors. The order authorizing the retention of CO was entered by the Court on April 9, 2008.

4. On April 5, 2008, the official committee of unsecured creditors (the “Committee”) filed an application with the Court seeking the retention of J.H. Cohn LLP (“JHC”) as financial advisors and forensic accountants to the Committee. The order authorizing the retention of JHC was entered by the Court on April 25, 2008.

5. CO has previously represented JHC on discrete matters unrelated to the Debtors’ cases. CO is not currently representing JHC on any matters and all previous matters in which CO represented JHC have since been completed. JHC and CO have, in the past, referred matters to each other. Further, CO and JHC have worked together on unrelated matters as attorneys and financial advisors, respectively, to debtors and creditors committees, and these matters are now concluded.

6. Your affiant believes that it continues to meet both the “no adverse interest” and “disinterested person” tests applicable under Section 327(a).

/s/ Jerrold N. Poslusny, Jr.
Jerrold N. Poslusny, Jr.

Sworn and subscribed to
before me this 8th day of
May, 2008.

/s/ Debbie Reyes
Notary Public of New Jersey
My Commission Expires on Aug. 5, 2009